

FORM NO. MGT-7

[Pursuant to sub-Section(1) of section 92 of the Companies Act, 2013 and sub-rule (1) of rule 11of the Companies (Management and Administration) Rules, 2014]



Annual Return (other than OPCs and Small Companies)

Form language English Hindi

Refer the instruction kit for filing the form.

I. REGISTRATION AND OTHER DETAILS

- (i) * Corporate Identification Number (CIN) of the company
- Global Location Number (GLN) of the company
- * Permanent Account Number (PAN) of the company
- (ii) (a) Name of the company
- (b) Registered office address
- Salarpuria Sattva Knowledge Court, Survey No. 77
Plot No 9, G-Floor,Wing B,Office 2, Doddenakkundi,
K R Puram Hobli Bangalore East Taluk
Bangalore
Karnataka
560042
- (c) *e-mail ID of the company
- (d) *Telephone number with STD code
- (e) Website
- (iii) Date of Incorporation
- (iv)
- | Type of the Company | Category of the Company | Sub-category of the Company |
|---------------------|---------------------------|-------------------------------|
| Private Company | Company limited by shares | Subsidiary of Foreign Company |
- (v) Whether company is having share capital Yes No
- (vi) *Whether shares listed on recognized Stock Exchange(s) Yes No

(vii) *Financial year From date (DD/MM/YYYY) To date (DD/MM/YYYY)

(viii) *Whether Annual general meeting (AGM) held Yes No

(a) If yes, date of AGM

(b) Due date of AGM

(c) Whether any extension for AGM granted Yes No

(d) If yes, provide the Service Request Number (SRN) of the application form filed for extension

(e) Extended due date of AGM after grant of extension

II. PRINCIPAL BUSINESS ACTIVITIES OF THE COMPANY

*Number of business activities

S.No	Main Activity group code	Description of Main Activity group	Business Activity Code	Description of Business Activity	% of turnover of the company
1	J	Information and communication	J8	Other information & communication service activities	100

III. PARTICULARS OF HOLDING, SUBSIDIARY AND ASSOCIATE COMPANIES (INCLUDING JOINT VENTURES)

*No. of Companies for which information is to be given

S.No	Name of the company	CIN / FCRN	Holding/ Subsidiary/Associate/ Joint Venture	% of shares held
1	Alphonso INC		Holding	99

IV. SHARE CAPITAL, DEBENTURES AND OTHER SECURITIES OF THE COMPANY

(i) *SHARE CAPITAL

(a) Equity share capital

Particulars	Authorised capital	Issued capital	Subscribed capital	Paid up capital
Total number of equity shares	10,000	10,000	10,000	10,000
Total amount of equity shares (in Rupees)	100,000	100,000	100,000	100,000

Number of classes

Class of Shares	Authorised capital	Issued capital	Subscribed capital	Paid up capital
Equity Shares of Rs. 10/- each				
Number of equity shares	10,000	10,000	10,000	10,000
Nominal value per share (in rupees)	10	10	10	10
Total amount of equity shares (in rupees)	100,000	100,000	100,000	100,000

(b) Preference share capital

Particulars	Authorised capital	Issued capital	Subscribed capital	Paid-up capital
Total number of preference shares	0	0	0	0
Total amount of preference shares (in rupees)	0	0	0	0

Number of classes

0

Class of shares	Authorised capital	Issued capital	Subscribed capital	Paid up capital
Number of preference shares				
Nominal value per share (in rupees)				
Total amount of preference shares (in rupees)	0	0		

(c) Unclassified share capital

Particulars	Authorised Capital
Total amount of unclassified shares	0

(d) Break-up of paid-up share capital

Class of shares	Number of shares			Total nominal amount	Total Paid-up amount	Total premium
	Physical	DEMAT	Total			
Equity shares						
At the beginning of the year	10,000	0	10000	100,000	100,000	
Increase during the year	0	0	0	0	0	0
i. Public Issues	0	0	0	0	0	0
ii. Rights issue	0	0	0	0	0	0
iii. Bonus issue	0	0	0	0	0	0
iv. Private Placement/ Preferential allotment	0	0	0	0	0	0

v. ESOPs	0	0	0	0	0	0
vi. Sweat equity shares allotted	0	0	0	0	0	0
vii. Conversion of Preference share	0	0	0	0	0	0
viii. Conversion of Debentures	0	0	0	0	0	0
ix. GDRs/ADRs	0	0	0	0	0	0
x. Others, specify <input type="text"/>						
Decrease during the year	0	0	0	0	0	0
i. Buy-back of shares	0	0	0	0	0	0
ii. Shares forfeited	0	0	0	0	0	0
iii. Reduction of share capital	0	0	0	0	0	0
iv. Others, specify <input type="text"/>						
At the end of the year	10,000	0	10000	100,000	100,000	
Preference shares						
At the beginning of the year	0	0	0	0	0	
Increase during the year	0	0	0	0	0	0
i. Issues of shares	0	0	0	0	0	0
ii. Re-issue of forfeited shares	0	0	0	0	0	0
iii. Others, specify <input type="text"/>						
Decrease during the year	0	0	0	0	0	0
i. Redemption of shares	0	0	0	0	0	0
ii. Shares forfeited	0	0	0	0	0	0
iii. Reduction of share capital	0	0	0	0	0	0
iv. Others, specify <input type="text"/>						
At the end of the year	0	0	0	0	0	

ISIN of the equity shares of the company

(ii) Details of stock split/consolidation during the year (for each class of shares)

0

Class of shares		(i)	(ii)	(iii)
Before split / Consolidation	Number of shares			
	Face value per share			
After split / Consolidation	Number of shares			
	Face value per share			

(iii) Details of shares/Debentures Transfers since closure date of last financial year (or in the case of the first return at any time since the incorporation of the company) *

Nil

[Details being provided in a CD/Digital Media]

Yes No Not Applicable

Separate sheet attached for details of transfers

Yes No

Note: In case list of transfer exceeds 10, option for submission as a separate sheet attachment or submission in a CD/Digital Media may be shown.

Date of the previous annual general meeting		<input type="text"/>	
Date of registration of transfer (Date Month Year)		<input type="text"/>	
Type of transfer	<input type="text"/>	1 - Equity, 2- Preference Shares,3 - Debentures, 4 - Stock	
Number of Shares/ Debentures/ Units Transferred	<input type="text"/>	Amount per Share/ Debenture/Unit (in Rs.)	<input type="text"/>
Ledger Folio of Transferor		<input type="text"/>	
Transferor's Name	<input type="text"/>	<input type="text"/>	<input type="text"/>
	Surname	middle name	first name
Ledger Folio of Transferee		<input type="text"/>	

Transferee's Name	<input type="text"/>	<input type="text"/>	<input type="text"/>
	Surname	middle name	first name

Date of registration of transfer (Date Month Year)	<input type="text"/>
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Type of transfer	<input type="text"/>	1 - Equity, 2- Preference Shares,3 - Debentures, 4 - Stock
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Number of Shares/ Debentures/ Units Transferred	<input type="text"/>	Amount per Share/ Debenture/Unit (in Rs.)	<input type="text"/>
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Ledger Folio of Transferor	<input type="text"/>
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Transferor's Name	<input type="text"/>	<input type="text"/>	<input type="text"/>
	Surname	middle name	first name

Ledger Folio of Transferee	<input type="text"/>
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Transferee's Name	<input type="text"/>	<input type="text"/>	<input type="text"/>
	Surname	middle name	first name

(iv) *Debentures (Outstanding as at the end of financial year)

Particulars	Number of units	Nominal value per unit	Total value
Non-convertible debentures	0	0	0
Partly convertible debentures	0	0	0
Fully convertible debentures	0	0	0
Total			0

Details of debentures

Class of debentures	Outstanding as at the beginning of the year	Increase during the year	Decrease during the year	Outstanding as at the end of the year
Non-convertible debentures	0	0	0	0
Partly convertible debentures	0	0	0	0
Fully convertible debentures	0	0	0	0

(v) Securities (other than shares and debentures)

0

Type of Securities	Number of Securities	Nominal Value of each Unit	Total Nominal Value	Paid up Value of each Unit	Total Paid up Value
Total					

V. *Turnover and net worth of the company (as defined in the Companies Act, 2013)

(i) Turnover

1,017,614,000

(ii) Net worth of the Company

354,562,000

VI. (a) *SHARE HOLDING PATTERN - Promoters

S. No.	Category	Equity		Preference	
		Number of shares	Percentage	Number of shares	Percentage
1.	Individual/Hindu Undivided Family				
	(i) Indian	100	1	0	
	(ii) Non-resident Indian (NRI)	0	0	0	
	(iii) Foreign national (other than NRI)	0	0	0	
2.	Government				
	(i) Central Government	0	0	0	
	(ii) State Government	0	0	0	
	(iii) Government companies	0	0	0	
3.	Insurance companies	0	0	0	
4.	Banks	0	0	0	
5.	Financial institutions	0	0	0	

6.	Foreign institutional investors	0	0	0	
7.	Mutual funds	0	0	0	
8.	Venture capital	0	0	0	
9.	Body corporate (not mentioned above)	9,900	99	0	
10.	Others	0	0	0	
	Total	10,000	100	0	0

Total number of shareholders (promoters)

2

(b) *SHARE HOLDING PATTERN - Public/Other than promoters

S. No.	Category	Equity		Preference	
		Number of shares	Percentage	Number of shares	Percentage
1.	Individual/Hindu Undivided Family				
	(i) Indian	0	0	0	
	(ii) Non-resident Indian (NRI)	0	0	0	
	(iii) Foreign national (other than NRI)	0	0	0	
2.	Government				
	(i) Central Government	0	0	0	
	(ii) State Government	0	0	0	
	(iii) Government companies	0	0	0	
3.	Insurance companies	0	0	0	
4.	Banks	0	0	0	
5.	Financial institutions	0	0	0	
6.	Foreign institutional investors	0	0	0	
7.	Mutual funds	0	0	0	
8.	Venture capital	0	0	0	
9.	Body corporate (not mentioned above)	0	0	0	
10.	Others	0	0	0	

	Total	0	0	0	0
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Total number of shareholders (other than promoters)

0

**Total number of shareholders (Promoters+Public/
Other than promoters)**

2

**VII. *NUMBER OF PROMOTERS, MEMBERS, DEBENTURE HOLDERS
(Details, Promoters, Members (other than promoters), Debenture holders)**

Details	At the beginning of the year	At the end of the year
Promoters	2	2
Members (other than promoters)	0	0
Debenture holders	0	0

VIII. DETAILS OF DIRECTORS AND KEY MANAGERIAL PERSONNEL

(A) *Composition of Board of Directors

Category	Number of directors at the beginning of the year		Number of directors at the end of the year		Percentage of shares held by directors as at the end of year	
	Executive	Non-executive	Executive	Non-executive	Executive	Non-executive
A. Promoter	1	0	0	0	0	0
B. Non-Promoter	1	0	1	1	0	0
(i) Non-Independent	1	0	1	1	0	0
(ii) Independent	0	0	0	0	0	0
C. Nominee Directors representing	0	0	0	0	0	0
(i) Banks & FIs	0	0	0	0	0	0
(ii) Investing institutions	0	0	0	0	0	0
(iii) Government	0	0	0	0	0	0
(iv) Small share holders	0	0	0	0	0	0
(v) Others	0	0	0	0	0	0
Total	2	0	1	1	0	0

Number of Directors and Key managerial personnel (who is not director) as on the financial year end date

2

(B) (i) *Details of directors and Key managerial personnel as on the closure of financial year

Name	DIN/PAN	Designation	Number of equity share(s) held	Date of cessation (after closure of financial year : If any)
Nandan Kishore Savku	03288032	Additional director	0	
Guru Prasad Makam	00106468	Additional director	0	13/05/2024

(ii) Particulars of change in director(s) and Key managerial personnel during the year

4

Name	DIN/PAN	Designation at the beginning / during the financial year	Date of appointment/ change in designation/ cessation	Nature of change (Appointment/ Change in designation/ Cessation)
Nandan Kishore Sav	03288032	Additional director	09/02/2024	Appointment
Guru Prasad Makam	00106468	Additional director	09/02/2024	Appointment
Narendra Kumar Sir	07674973	Director	15/02/2024	Cessation
Manish Gupta	08538975	Director	15/02/2024	Cessation

IX. MEETINGS OF MEMBERS/CLASS OF MEMBERS/BOARD/COMMITTEES OF THE BOARD OF DIRECTORS**A. MEMBERS/CLASS /REQUISITIONED/NCLT/COURT CONVENED MEETINGS**

Number of meetings held

1

Type of meeting	Date of meeting	Total Number of Members entitled to attend meeting	Attendance	
			Number of members attended	% of total shareholding
Annual General Meeting	30/09/2023	2	2	100

B. BOARD MEETINGS

*Number of meetings held

7

S. No.	Date of meeting	Total Number of directors associated as on the date of meeting	Attendance	
			Number of directors attended	% of attendance
1	26/04/2023	2	2	100
2	14/08/2023	2	2	100
3	30/09/2023	2	2	100
4	02/11/2023	2	2	100

S. No.	Date of meeting	Total Number of directors associated as on the date of meeting	Attendance	
			Number of directors attended	% of attendance
5	11/12/2023	2	2	100
6	12/02/2024	4	4	100
7	26/02/2024	2	2	100

C. COMMITTEE MEETINGS

Number of meetings held

3

S. No.	Type of meeting	Date of meeting	Total Number of Members as on the date of the meeting	Attendance	
				Number of members attended	% of attendance
1	CSR Committee	30/09/2023	2	2	100
2	CSR Committee	02/11/2023	2	2	100
3	CSR Committee	12/02/2024	2	2	100

D. *ATTENDANCE OF DIRECTORS

S. No.	Name of the director	Board Meetings			Committee Meetings			Whether attended AGM held on
		Number of Meetings which director was entitled to attend	Number of Meetings attended	% of attendance	Number of Meetings which director was entitled to attend	Number of Meetings attended	% of attendance	
1	Nandan Kisho	2	2	100	0	0	0	Yes
2	Guru Prasad M	2	2	100	0	0	0	Not Applicable

X. *REMUNERATION OF DIRECTORS AND KEY MANAGERIAL PERSONNEL

Nil

Number of Managing Director, Whole-time Directors and/or Manager whose remuneration details to be entered

0

S. No.	Name	Designation	Gross Salary	Commission	Stock Option/ Sweat equity	Others	Total Amount
1							0
	Total						

Number of CEO, CFO and Company secretary whose remuneration details to be entered

0

S. No.	Name	Designation	Gross Salary	Commission	Stock Option/ Sweat equity	Others	Total Amount
1							0
	Total						

Number of other directors whose remuneration details to be entered

3

S. No.	Name	Designation	Gross Salary	Commission	Stock Option/ Sweat equity	Others	Total Amount
1	Narendra Kumar Sir	Director	20,531,708	0	0	14,133,766	34,665,474
2	Manish Gupta	Director	20,140,229	0	0	14,133,766	34,273,995
3	Nandan Kishore Sa	Additional Direct	7,909,027	0	0	5,773,226	13,682,253
	Total		48,580,964	0	0	34,040,758	82,621,722

XI. MATTERS RELATED TO CERTIFICATION OF COMPLIANCES AND DISCLOSURES

* A. Whether the company has made compliances and disclosures in respect of applicable provisions of the Companies Act, 2013 during the year Yes No

B. If No, give reasons/observations

XII. PENALTY AND PUNISHMENT - DETAILS THEREOF

(A) DETAILS OF PENALTIES / PUNISHMENT IMPOSED ON COMPANY/DIRECTORS /OFFICERS Nil

Name of the company/ directors/ officers	Name of the court/ concerned Authority	Date of Order	Name of the Act and section under which penalised / punished	Details of penalty/ punishment	Details of appeal (if any) including present status

(B) DETAILS OF COMPOUNDING OF OFFENCES Nil

Name of the company/ directors/ officers	Name of the court/ concerned Authority	Date of Order	Name of the Act and section under which offence committed	Particulars of offence	Amount of compounding (in Rupees)

XIII. Whether complete list of shareholders, debenture holders has been enclosed as an attachment

Yes No

XIV. COMPLIANCE OF SUB-SECTION (2) OF SECTION 92, IN CASE OF LISTED COMPANIES

In case of a listed company or a company having paid up share capital of Ten Crore rupees or more or turnover of Fifty Crore rupees or more, details of company secretary in whole time practice certifying the annual return in Form MGT-8.

Name

Varsha Jain

Whether associate or fellow

Associate Fellow

Certificate of practice number

24480

I/We certify that:

(a) The return states the facts, as they stood on the date of the closure of the financial year aforesaid correctly and adequately.

(b) Unless otherwise expressly stated to the contrary elsewhere in this Return, the Company has complied with all the provisions of the Act during the financial year.

(c) The company has not, since the date of the closure of the last financial year with reference to which the last return was submitted or in the case of a first return since the date of the incorporation of the company, issued any invitation to the public to subscribe for any securities of the company.

(d) Where the annual return discloses the fact that the number of members, (except in case of a one person company), of the company exceeds two hundred, the excess consists wholly of persons who under second proviso to clause (ii) of sub-section (68) of section 2 of the Act are not to be included in reckoning the number of two hundred.

Declaration

I am Authorised by the Board of Directors of the company vide resolution no. ...

15

dated

28/10/2024

(DD/MM/YYYY) to sign this form and declare that all the requirements of the Companies Act, 2013 and the rules made thereunder in respect of the subject matter of this form and matters incidental thereto have been complied with. I further declare that:

1. Whatever is stated in this form and in the attachments thereto is true, correct and complete and no information material to the subject matter of this form has been suppressed or concealed and is as per the original records maintained by the company.
2. All the required attachments have been completely and legibly attached to this form.

Note: Attention is also drawn to the provisions of Section 447, section 448 and 449 of the Companies Act, 2013 which provide for punishment for fraud, punishment for false statement and punishment for false evidence respectively.

To be digitally signed by

Director

NANDAN
KISHORE
SAVKUR
Digitally signed by
NANDAN KISHORE
SAVKUR
Date: 2024.12.30
17:52:28 +05'30'

DIN of the director

0*2*8*3*

To be digitally signed by

Vinod
Kumar
Digitally signed by
Vinod Kumar
Date: 2024.12.31
11:04:13 +05'30'

Company Secretary

Company secretary in practice

Membership number

5*9*9

Certificate of practice number

2*5*0

Attachments

- 1. List of share holders, debenture holders
- 2. Approval letter for extension of AGM;
- 3. Copy of MGT-8;
- 4. Optional Attachment(s), if any

Attach
Attach
Attach
Attach

List of attachments

Alphonso Approval letter for extention of A
Alphonso_List of Shareholders for FY 2023
Alphonso Form MGT-8 for FY 23-24.pdf
Alphonso Deemed designated person for
Alphonso_UDIN for MGT-7 for FY 2023-24

Remove attachment

Modify

Check Form

Prescrutiny

Submit

This eForm has been taken on file maintained by the Registrar of Companies through electronic mode and on the basis of statement of correctness given by the company

List Of Shareholders of Alphonso Labs Private Limited as on March 31, 2024

Sl. No.	Name of the shareholder	Type of Shares	No. of Shares	Price per share (In Rs.)	Amount	% of Shareholding
1.	Alphonso Inc	Equity	9,900	10	99,000	99.90%
2.	Narendra Kumar Srugudi	Equity	100	10	1000	0.10%
TOTAL			10,000	10	1,00,000	100%

For and on behalf of Alphonso Labs Private Limited



Nandan Kishore Savkur
DIN: 03288032
Address: 1071, Learning to Fly, 29th Main
17th Cross, 6th Phase, JP Nagar
Bangalore-560078, Karnataka, India

Date: October 28, 2024,
Place: Bangalore



Michael Frederick Hudes
DIN: 10586512
Address: 3406, Glorietta,
Pl. Sherman Oaks,
Los Angeles, California, USA

Date: October 28, 2024
Place: Los Angeles, California

E-mail: alphonso-labs@alphonso.tv Phone: +91-9019729115 CIN: U72200KA2017FTC104660

Alphonso Labs Private Limited

Registered Office: Salarpuria Sattva Knowledge Court, Survey No. 77 Plot No 9, G-Floor, Wing B, Office 2,
Doddanakkundi, K R Puram Hobli, Bangalore East Taluk, Bangalore Karnataka-560048 India.



Form No. MGT-8

[Pursuant to section 92(2) of the Companies Act, 2013 and rule 11(2) of Companies (Management and Administration) Rules, 2014]

CERTIFICATE BY A COMPANY SECRETARY IN PRACTICE

I, **CS Varsha Jain** Practicing Company Secretary have examined the registers, records, books and papers of **Alphonso Labs Private Limited** (the Company) **CIN: U72200KA2017FTC104660** as required to be maintained under the Companies Act, 2013 (the Act) and the rules made thereunder for the financial year ended on 31st March 2024. In my opinion and to the best of my information and according to the examinations carried out by me and explanations furnished to me by the company, its officers and agents,

I, hereby certify that:

A. The Annual Return states the facts as at the close of the aforesaid financial year correctly and adequately.

B. During the aforesaid financial year, the Company has complied with provisions of the Act & Rules made there under in respect of:

1. Its status under the Act: Active. Private Company Limited by shares.
2. Maintenance of registers/records & making entries therein within the time prescribed therefor.
3. Filing of forms and returns as stated in the annual return, with the Registrar of Companies or other applicable authorities within the prescribed time.

However, no forms were filed with the Regional Director, Central Government, Court, the Tribunal or other authorities during the year.

Following are the Forms filed with the Ministry of Corporate Affairs by the Company during the Financial Year 2023-24.

Sl. No.	e-Form Name	Purpose of filing	SRN	Date of filing	Filed with Additional/ Normal Fees
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VJ & ASSOCIATES

COMPANY SECRETARIES

A-3/175 SECTOR 16 ROHINI DELHI 110089

EMAIL: VJASSOCIATES001@GMAIL.COM

MOBILE NO: 9315901065

1	Form ADT-1	Appointment of M/s Vinay and Keshava LLP, Chartered Accountants for a term of five years i.e., from FY 2023-24 to FY 2027-28.	F68261965	14/10/2023	Normal Fees
2	Form AOC-4	Form for filing of AOC-4 document in respect of Financial Statement and other documents with the Registrar for F.Y. 2022-23.	F79981056	10/11/2023	Additional Fees
3	Form MGT-7	Annual Return for FY 2022-23.	F85931673	29/11/2023	Normal Fees
4	Form DIR-12	Appointment of Additional Directors	AA6825269	14/02/2024	Normal Fees
5	Form DIR-12	Resignation of Directors	AA6856204	15/02/2024	Normal Fees
6	Form AOC-4 CSR	Report on Corporate Social Responsibility (CSR)	F94042157	29/03/2024	Not Applicable (Filed within the Timeline)

4. Calling / convening / holding meetings of Board of Directors or its committees if any, and the meetings of members of the Company on due dates as stated in the Annual Return in respect of which meetings, proper notices were given and the proceedings including the circular resolutions passed have been recorded in the Minute Book and the registers maintained for the purpose and the same have been signed.

Following are the details of the Board meeting and General meeting held by the Company during the financial year commencing from 1st April 2023 to 31st March 2024:

Board Meetings held during the financial year 2023-24:

Sl. No.	Quarter	Board Meetings
1.	1 st (April – June)	April 26, 2023
2.	2 nd (July – September)	August 14, 2023 September 30, 2023
3.	3 rd (October- December)	November 02, 2023 December 11, 2023
4.	4 th (January-March)	February 12, 2024 February 26, 2024



General Meetings of the company held during the financial year 2023-24:

Sl. No.	Particulars
1.	Annual General Meeting for the Financial Year 2023-24 was held on September 30, 2023

Circular resolution passed during the financial year 2023-24:

SL. NO.	DATE OF PASSING CIRCULAR RESOLUTIONS
1.	April 21, 2023
2.	July 31, 2023
3.	December 01, 2023
4.	February 09, 2024
5.	February 28, 2024
6.	March 05, 2024
7.	March 26, 2024

Committee Meetings held during the financial year 2023-24:

SL. NO	DATE OF CSR COMMITTEE MEETING
1.	September 30, 2023
2.	November 02, 2023
3.	February 12, 2024

Circular resolution for CSR passed during the financial year 2023-24:

SL. NO.	DATE OF PASSING CSR CIRCULAR RESOLUTIONS
1.	February 28, 2024

5. Closure of Register of Members/Security holders, as the case may be;

The Company was not required to close its Register of Members.

6. Advances/loans to its directors and/or persons or firms or companies referred in Section 185 of the Act;

During the period under review, the Company has not given loans/ advances to its Directors and/or persons or firms or companies referred to in Section 185 of the Act.

7. Contracts/arrangements with related parties as specified in section 188 of the Act;



VJ & ASSOCIATES

COMPANY SECRETARIES

A-3/175 SECTOR 16 ROHINI DELHI 110089

EMAIL: VJASSOCIATES001@GMAIL.COM

MOBILE NO: 9315901065

During the year, the Company had not entered into any contract or arrangement or transaction with related parties under Section 188 of the Companies Act, 2013 which is not at arm's length basis.

However, there are certain transactions with related parties on an arm's length basis and in the ordinary course of business, during the financial year 2023-24 as mentioned below. The disclosure of transactions with related party for the year, as per Accounting Standard-18 "Related Party Disclosures".

Sl. No.	Name of the Related Party	Nature of Relationship	Nature of contracts/ arrangements/ transactions	Duration of contracts/ arrangements / transactions	Amount of the transaction
1.	Alphonso Inc	Parent Company	Sale of Services - Exports	FY 2023-24	10,176.14
			Receivables outstanding at end of year	FY 2023-24	937.27
2.	Narendra Kumar Sirugudi	Director	Salaries	FY 2023-24	205.32
			Bonus	FY 2023-24	141.34
3.	Manish Gupta	Director	Salaries	FY 2023-24	201.40
			Bonus	FY 2023-24	141.34
4.	Nandan Kishore Savkur	Director	Salaries	FY 2023-24	79.09
			Bonus	FY 2023-24	57.73
5.	Guru Jana & Associates	Associate Enterprise	Receiving of services	FY 2023-24	41.24

8. Issue or allotment or transfer or transmission or buy back of securities/redemption of preference shares or debentures/alteration or reduction of share capital/conversion of shares/securities and issue of security certificates in all instances;

During the period under review, there were no issue or allotment or transfer or transmission or buy back of securities/ redemption of preference shares or debentures/ alteration or reduction of share capital/ conversion of shares/ securities and issue of security certificates in all instances.



VJ & ASSOCIATES

COMPANY SECRETARIES

A-3/175 SECTOR 16 ROHINI DELHI 110089

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MOBILE NO: 9315901065

9. Keeping in abeyance the rights to dividend, rights shares and bonus shares pending registration of transfer of shares in compliance with the provisions of the Act;

There were no transaction necessitating the Company to keep in abeyance the rights to dividend, right shares, and bonus shares pending registration of transfer of shares in compliance with the provisions of the Act.

10. Declaration/ payment of dividend; transfer of unpaid/ unclaimed dividend/other amounts as applicable to the Investor Education and Protection Fund in accordance with Section 125 of the Act;

The Company has not declared any dividend during the year. Further, the Company was not required to transfer any unpaid/ unclaimed dividend/other amounts as applicable to the Investor Education and Protection Fund in accordance with section 125 of the Act.

11. Signing of audited financial statement as per the provisions of Section 134 of the Act and report of directors is as per sub-sections (3), (4) and (5) thereof;

The Company has complied with regard to signing of audited financial statement as per the provisions of Section 134 of the Companies Act, 2013 and report of directors is as per sub-sections (3), (4) and (5).

12. Constitution/ appointment/~~re-appointments/ retirement/ filling up casual vacancies/ disclosures of the Directors, Key Managerial Personnel and the remuneration* paid to them;~~

During the year the following changes took place in the constitution of the Board of the Company.

Sl. No.	Name of the Director	Designation	Date of Change	Nature of Change	Mode of appointment or cessation
1.	Nandan Kishore Savkur	Additional Director	February 09, 2024	Appointment	Circular Resolution
2.	Guru Prasad Makam	Additional Director	February 09, 2024	Appointment	Circular Resolution
3.	Manish Gupta	Director	February 15, 2024	Cessation	Board Meeting
4.	Narendra Kumar Sirugudi	Director	February 15, 2024	Cessation	Board Meeting

Following is the constitution of the Board as on 31st March 2024.

Sl. No.	Name of the Director	DIN/PAN	Designation
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1	Nandan Kishore Savkur	03288032	Additional Director
2	Guru Prasad Makam	00106468	Additional Director

Further, After the end of Financial Year 2023-24 before the date of signing this Report:

- Mr. Guru Prasad Makam (DIN: 00106468) has resigned as an Additional Director of the company, effective from May 13, 2024.
- Mr. Michael Frederick Hudes (DIN: 10586512) was appointed as an Additional Director of the Company, effective from April 11, 2024.

In view of the applicable provisions of the Companies Act, 2013, the Company is not mandatorily required to appoint any whole time KMPs.

*Remuneration paid to the Directors has been Disclosed in the Point Number:7

The Directors of the Company have disclosed their interest from time to time in Form DIR-8 and Form MBP-1 respectively.

13. During the year, appointment/~~reappointment~~/~~filling up casual vacancies~~ of auditors as per the provisions of section 139 of the Act

M/s. Vinay and Keshava LLP, Chartered Accountants (FRN: 005586S/S-200008) were appointed as Statutory Auditors in the Annual General Meeting held in the financial year 2023-24 until the conclusion of Annual General Meeting of the Company to be held for the financial year 2027-28.

14. Approvals required to be taken from the Central Government, Tribunal, Regional Director, Registrar, Court or such other authorities under the various provisions of the Act;

During the year, the Company was not required to obtain any approval from the Central Government, Regional Director, Registrar, Court or such other authorities under the various provisions of the Act.

15. Acceptance/renewal/repayment of deposits;

The Company has not accepted, renewed and repaid any deposits during the year.

16. Borrowings from its directors, members, public financial institutions, banks and others and creation/modification/satisfaction of charges in that respect, wherever applicable;

The Company has not borrowed any amount from its directors, members, public financial institutions, banks and others and creation/ modification/ satisfaction of charges during the year under review.

17. Loans and investments or guarantee given or providing of securities to other bodies corporate or persons falling under the provisions of Section 186 of the Act;



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During the year, the Company has not granted any loans or provided any guarantees or purchased any securities in other bodies corporate exceeding the limits as specified under the provisions of Section 186 of the Act.

18. Alteration of the provisions of the Memorandum and Articles of Association of the Company;

During the year, the Company has not altered the provisions of Memorandum and Articles of Association of the Company.

For VJ & ASSOCIATES

Company Secretaries

Peer Review Cert No.: 3116/2023

ICSI Unique Code: S2021DE800600



M.No.: A65340

COP: 24480

UDIN: A065340F003515402

Date: 28.12.2024

Place: Delhi

Note: The qualification, reservation or adverse remarks; if any, may be stated at the relevant place(s).